



STATE OF MISSOURI

ROY D. BLUNT, Secretary of State

CORPORATION DIVISION

Certificate of Amendment of a General Not For Profit Corporation

WHEREAS, RESEARCH MEDICAL CENTER

a corporation organized under The General Not For Profit Corporation Law of Missouri has delivered to me duplicate originals of Articles of Amendment of its Articles of Incorporation and has in all respects complied with the requirements of law governing the amendment of Articles of Incorporation under The General Not For Profit Corporation Law of Missouri.

NOW, THEREFORE, I, ROY D. BLUNT, Secretary of State of the State of Missouri, do hereby certify that I have filed said Articles of Amendment as provided by law, and that the Articles of Incorporation of said corporation are amended in accordance therewith.



IN TESTIMONY WHEREOF, I hereunto set my hand and affix the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 1st day of March, 19 91.


Secretary of State

STATE OF MISSOURI . . . Office of Secretary of State
ROY D. BLUNT, Secretary of State

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF A
GENERAL NOT FOR PROFIT CORPORATION
(To be submitted in duplicate)

FILED AND CERTIFICATE
ISSUED
MAR 01 1991
Roy D. Blunt
Corporation Dept. SECRETARY OF STATE

HONORABLE ROY D. BLUNT
SECRETARY OF STATE
STATE OF MISSOURI
P. O. BOX 778
JEFFERSON CITY, MO 65102

The undersigned corporation, for the purpose of amending its Articles of Incorporation and pursuant to the provisions of the "General Not For Profit Corporation Law" of the State of Missouri, hereby executes the following Articles of Amendment:

1. The name of the corporation is Research Medical Center.
2. There is one (1) member having voting rights with respect to amendments.
3. By consent in writing signed by the sole member of the corporation entitled to vote with respect thereto, the following amendment or amendments were adopted;
4. Article number XIII is amended to read as follows:

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation to the sole member of the Corporation in such manner as the Board of Directors shall determine; provided, however, that at that time the sole member qualifies as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law). If the sole member of the corporation does not then qualify, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable and educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any assets not so disposed of shall be disposed

of by the Circuit Court of the County in the State of Missouri in which the principal office of the corporation is then located, exclusively for the purposes of the corporation in such manner, or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Amendment to be executed in its name by its PRESIDENT or VICE PRESIDENT, and its SECRETARY or ASSISTANT SECRETARY, this 28th day of February, 1991.

(Corporate Seal)

RESEARCH MEDICAL CENTER

By Richard W. Brown
Richard W. Brown, President

If no seal, state "none".

Attest:

Joan A. Vogelsmeier
Joan A. Vogelsmeier, Assistant Secretary

State of Missouri)
County of Jackson) ss.

I, the undersigned, a Notary Public, do hereby certify that on the 28th day of February, 1991, Richard W. Brown personally appeared before me and being first duly sworn by me, acknowledged that he signed the foregoing document in the capacity therein set forth and declared that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.

Beverly D Brown
Notary Public

(Notarial Seal)

My commission expires:

BEVERLY D. BROWN
~~Notary Public - State of Missouri~~
Commissioned in Jackson County
My Commission Expires September 3, 1993

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No. N00025507

STATE OF MISSOURI



Matt Blunt
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF AMENDMENT
OF A
MISSOURI NONPROFIT CORPORATION

WHEREAS,

RESEARCH MEDICAL CENTER

a corporation organized under The Missouri Nonprofit Corporation Law has delivered to me duplicate originals of Articles of Amendment of its Articles of Incorporation and has in all respects complied with requirements of law governing the amendment of Articles of Incorporation under The Missouri Nonprofit Corporation Law, and that the Articles of Incorporation of said corporation are amended in accordance therewith.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 8th day of FEBRUARY, 2002.



\$10.00

Secretary of State

FILED

FEB 08 2002

**Articles of Amendment
for a Nonprofit Corporation**
(Submit in duplicate with filing fee of \$10.00)

The undersigned corporation, for the purpose of amending its articles of incorporation, hereby amends the following articles of amendment:

- (1) The name of corporation is: Research Medical Center
- (2) The text of the amendment and date of adoption are as follows:

ARTICLE VII

The sole member of the corporation shall be Health Midwest - Central Region

Amendment adopted December 18, 2001.

- (3) If approval of members was not required, and the amendment(s) was approved by a sufficient vote of the board of directors or incorporators, check here and skip to number (5): _____

- (4) If approval by members was required, check here and provide the following information: _____ **X**

A. Number of Memberships outstanding: 1

B. Complete either i or ii.

i. Number of votes for and against the amendment(s) by class was:

Class:	Number entitled to vote:	Number voting for:	Number voting against:
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

ii. Number of undisputed votes cast for the amendment was sufficient for approval, and was:

Class:	Number voting undisputed:
<u>None</u>	<u>1</u>
_____	_____
_____	_____

The number of votes cast in favor of the amendment by each class was sufficient for approval by that class.

- (5) If approval of the amendment(s) by some person(s) other than the members, the board or the incorporators was required pursuant to section 355.606, check here to indicate that approval was obtained: _____

In affirmation of the facts stated above,

<u>Steven R. Newton</u>	<u>President / CEO</u>	<u>1/10/02</u>
(Authorized signature of officer or chairman of the board)	(Title)	(Date of signature)